

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	Chapter 11
COMPUTE NORTH HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 22-90273 (MI)
Debtors.)	(Jointly Administered)
)	Re: Docket Nos. 91, 256, & 478

**NOTICE OF REVISED
PROPOSED ORDER (I) APPROVING
THE SALE OF CERTAIN CONTAINER ASSETS
FREE AND CLEAR OF ALL LIENS, CLAIMS, AND
ENCUMBRANCES AND (II) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE THAT:

1. On September 26, 2022, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a motion [Docket No. 91] (the “Sale Motion”)² seeking, among other things, approval of the sale of all or substantially all or any subset of the Debtors’ assets.
2. On October 24, 2022, the Court entered an order [Docket No. 256] (the “Bidding Procedures Order”) approving certain bidding procedures in connection with the proposed sale of the Debtors’ assets pursuant to the Sale Motion.
3. On November 14, 2022, the Debtors have filed the *Notice of Successful Bidder for Certain Container Assets* [Docket No. 477] (the “Successful Bidder Notice”), notifying parties in

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Compute North Holdings, Inc. (4534); Compute North LLC (7185); CN Corpus Christi LLC (5551); CN Atoka LLC (4384); CN Big Spring LLC (4397); CN Colorado Bend LLC (4610); CN Developments LLC (2570); CN Equipment LLC (6885); CN King Mountain LLC (7190); CN Minden LLC (3722); CN Mining LLC (5223); CN Pledgor LLC (9871); Compute North Member LLC (8639); Compute North NC08 LLC (8069); Compute North NY09 LLC (5453); Compute North SD, LLC (1501); Compute North Texas LLC (1883); Compute North TX06 LLC (5921); and Compute North TX10 LLC (4238). The Debtors’ service address for the purposes of these chapter 11 cases is 7575 Corporate Way, Eden Prairie, Minnesota 55344.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Sale Motion.

interest that, pursuant to the Bidding Procedures Order, the Debtors have designated Crusoe Energy Systems, LLC (the “Purchaser”) as the Successful Bidder for the 11 specific modular data center containers (the “Purchased Containers”).

4. On November 14, 2022, the Debtors filed the *Notice of Proposed Order (I) Approving the Sale of Certain Container Assets Free and Clear of All Liens, Claims, and Encumbrances and (II) Granting Related Relief* [Docket No. 478] (the “Sale Order Notice”).

5. A proposed form of order approving the sale of the Purchased Containers to the Purchaser was attached to the Sale Order Notice as Exhibit A (the “Initial Proposed Order”).

6. The Debtors hereby file a revised proposed form of order, attached hereto as Exhibit A (the “Revised Proposed Order”) approving the sale of the Purchased Containers to the Purchaser, which incorporates certain changes agreed upon by the parties. For the convenience of the Court and parties in interest, a redline of the Revised Proposed Order marked against the Initial Proposed Order is attached hereto as Exhibit B.

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Dated: November 15, 2022
Houston, Texas

/s/ *James T. Grogan III*

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